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**CCIDConsulting**

賽迪顧問股份有限公司

**CCID CONSULTING COMPANY LIMITED\***

*(a joint stock limited company incorporated in the People's Republic of China)*

**(Stock code: 8235)**

**www.ccidconsulting.com**

**(1) PROPOSED TRANSFER OF LISTING  
FROM GEM TO THE MAIN BOARD OF  
THE STOCK EXCHANGE OF HONG KONG LIMITED  
(2) PROPOSED AMENDMENTS TO  
THE ARTICLES OF ASSOCIATION**

This announcement is made by the Company pursuant to Rule 17.10(2)(a) of the GEM Listing Rules and the Inside Information Provisions (as defined under the GEM Listing Rules) under Part XIVA of the SFO.

The Board is pleased to announce that on 20 July 2020, it has approved, among other things, the proposed transfer of listing of its H Shares from GEM to the Main Board pursuant to Chapter 9A of the Main Board Listing Rules. The Transfer of Listing is subject to the approvals from the Shareholders and the Stock Exchange. The EGM, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting will be convened for the Shareholders to consider and if thought fit, to approve, among other things, (i) the Transfer of Listing; (ii) the Articles Amendments; and (iii) the granting of authorization to the Board to take any actions as it may consider necessary, desirable and expedient in relation to the matters mentioned above. A circular containing, among other matters, the relevant information in relation to the Transfer of Listing and the Articles Amendments together with notices convening the EGM, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting will be despatched to the Shareholders on or before 17 August 2020 to allow sufficient time for the preparation of the relevant information for inclusion therein.

**The Company would like to emphasize that (i) the Transfer of Listing is only at a preliminary stage and that the definitive timetable for the Transfer of Listing has not yet been finalized; and (ii) there is no assurance that the Company will be able to obtain the relevant approvals for the Transfer of Listing from, among others, the Stock Exchange, and the Shareholders in the EGM, Domestic Shareholders Class Meeting and H Shareholders Class Meeting. Shareholders and potential investors should be aware that the Transfer of Listing may or may not be proceeded with and/or completed. Shareholders and potential investors are therefore advised to exercise caution when dealing in the H Shares.**

## **TRANSFER OF LISTING**

### **Background**

This announcement is made by the Company pursuant to Rule 17.10(2)(a) of the GEM Listing Rules and the Inside Information Provisions (as defined under the GEM Listing Rules) under Part XIVA of the SFO.

The Board is pleased to announce that on 20 July 2020, it has approved, among other things, the proposed transfer of listing of its H Shares from GEM to the Main Board pursuant to Chapter 9A of the Main Board Listing Rules.

The Transfer of Listing is subject to the approvals from the Shareholders and the Stock Exchange. The EGM, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting will be convened for the Shareholders to consider and if thought fit, to approve, among other things, (i) the Transfer of Listing; (ii) the Articles Amendments; and (iii) the granting of authorization to the Board to take any actions as it may consider necessary, desirable and expedient in relation to the matters mentioned above.

### **Reasons for the Transfer of Listing**

The Company has been listed and traded on GEM since the Listing Date. The Company is principally engaged in management and strategic consultancy, market consultancy, data information management and information engineering supervision and other services. The Board believes that the Transfer of Listing will:

- enhance the corporate profile of the Company and increase the Company's brand awareness and market reputation, which will in turn increase the confidence of its investors and stakeholders;
- enhance the Company's ability to secure quality customers and its bargaining power in business negotiations in general; and
- enhance the trading liquidity of the H Shares as well as the fund raising capability of the Company.

Accordingly, the Board is of the view that the Transfer of Listing will be beneficial to the Company's future growth and development, and therefore will create a long-term value to the Shareholders.

The Transfer of Listing will not involve the issue of any new Shares by the Company.

### **No Change in principal Business**

Since the Listing Date and up to the date of this announcement, there has been no change in the principal business of the Company. As at the date of this announcement, the Board does not contemplate any material change in the nature of the business activities of the Company following the Transfer of Listing.

### **No Change in control**

Since the Listing Date and up to the date of this announcement, CCID, through Research Center and CCID Riyue, held 491,000,000 Shares, representing approximately 70.14% of the entire issued share capital of the Company. Accordingly, for the purpose of the Main Board Listing Rules and the GEM Listing Rules, CCID is the ultimate controlling shareholder of the Company.

The Company confirmed that there has been no change in control of the Company since the Listing Date and up to the date of this announcement.

### **Requirements under the PRC Regulations**

According to the existing Articles and the relevant PRC laws and regulations, Shareholders' approval is required for the Articles Amendments and Transfer of Listing and the granting of relevant authorization to the Board. Subject to the Shareholders' approval at each of the EGM, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting in respect of the Transfer of Listing and the granting of relevant authorization to the Board, the Company will make a formal application to the Stock Exchange in relation to the Transfer of Listing.

### **Conditions for Transfer of Listing**

The Transfer of Listing is subject to, among other things, the following conditions:

- (i) the Company's fulfillment of all the applicable listing requirements on the Main Board as stipulated in the Main Board Listing Rules and the relevant rules and regulations in Hong Kong and the PRC;
- (ii) the obtaining of the Shareholders' approvals at each of the EGM, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting in respect of the Transfer of Listing and the Articles Amendments; and

(iii) the granting of the approval by the Listing Committee for the listing of and permission to deal in the existing H Shares on the Main Board.

The Company shall submit a written report in respect of the Transfer of Listing to the CSRC within 15 working days upon listing of and commencement of dealings in the H Shares on the Main Board.

## **THE ARTICLES AMENDMENTS**

The Articles Amendments will, among others, give the effect in complying with the requirements of the Main Board Listing Rules and the relevant regulations in the PRC and Hong Kong. A special resolution in relation to the Articles Amendments will be proposed at the EGM, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting respectively for approval. Subject to the passing of the special resolution at the EGM, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting respectively, and the approvals from the relevant government authorities (if any), the Articles Amendments will come into effect upon the listing of and commencement of dealing in H Shares on the Main Board. If the Company does not proceed with the Transfer of Listing, the Articles Amendments will not come into effect and the existing Articles will continue to be in full force.

A circular containing, among other matters, the relevant information in relation to the Transfer of Listing and Articles Amendments, together with notices convening the EGM, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting will be despatched to the Shareholders on or before 17 August 2020 to allow sufficient time for the preparation of the relevant information for inclusion therein.

### **General**

Further announcement(s) will be made by the Company to keep the Shareholders and potential investors informed of the progress of the Transfer of Listing.

**The Company would like to emphasize that (i) the Transfer of Listing is only at a preliminary stage and that the definitive timetable for the Transfer of Listing has not yet been finalized; and (ii) there is no assurance that the Company will be able to obtain the relevant approvals for the Transfer of Listing from, among others, the Stock Exchange, and the Shareholders in the EGM, Domestic Shareholders Class Meeting and H Shareholders Class Meeting. Shareholders and potential investors should be aware that the Transfer of Listing may or may not be proceeded with and/or completed. Shareholders and potential investors are therefore advised to exercise caution when dealing in the H Shares.**

## DEFINITIONS

In this announcement, the following expressions have the meanings set out below unless the context requires otherwise:

“Articles”	the articles of association of the Company prevailing from time to time
“Articles Amendments”	the proposed amendments to the Articles to comply with the relevant requirements of the Main Board Listing Rules which will become effective upon the date of listing of and commencement of dealing in H Shares on the Main Board
“Board”	the board of Directors
“CCID”	China Center of Information Industry Development (中國電子信息產業發展研究院)
“CCID Riyue”	Beijing CCID Riyue Investment Co., Ltd (北京賽迪日月投資有限公司)
“Company”	CCID Consulting Company Limited* (賽迪顧問股份有限公司), a joint stock limited liability company established in the PRC whose H Shares are currently listed on GEM (stock code: 8235)
“CSRC”	the China Securities Regulatory Commission (中國證券監督管理委員會)
“Director(s)”	the director(s) of the Company
“Domestic Share(s)”	ordinary domestic share(s) of nominal value of RMB0.10 each in the registered capital of the Company which are subscribed for in Renminbi
“Domestic Shareholders”	holders of Domestic Shares
“Domestic Shareholders Class Meeting”	the class meeting of Domestic Shareholders to be convened and held to consider and, if thought fit, to approve, among other things, the Transfer of Listing, the Articles Amendments and the granting of the relevant authorization to the Board
“EGM”	the extraordinary general meeting to be convened and held to consider and, if though fit, to approve, among other things, the Transfer of Listing, the Articles Amendments and the granting of the relevant authorization to the Board

“GEM”	GEM of the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited
“H Share(s)”	the overseas listed foreign invested share(s) of nominal value of RMB0.10 each in the share capital of the Company, which are listed on GEM and subscribed for and traded in HK\$
“H Shareholders”	holders of H Shares
“H Shareholders Class Meeting”	the class meeting of H Shareholders to be convened and held to consider and, if thought fit, to approve, among other things, the Transfer of Listing, the Articles Amendments and the granting of the relevant authorization to the Board
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing Committee”	the listing sub-committee of the directors of the Stock Exchange which is responsible for the Main Board listing matters
“Listing Date”	12 December 2002
“Main Board”	the stock market operated by the Stock Exchange prior to the establishment of GEM (excluding the options market), which continues to be operated by the Stock Exchange in parallel with GEM. For the avoidance of doubt, the Main Board excludes GEM
“Main Board Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China, which for the purpose of this announcement, excludes Hong Kong, Macau Special Administrative Region of the PRC and Taiwan
“Research Center”	Research Center of Ministry of Industry and Information Technology Computer and Microelectronics Development (工業和信息化部計算機與微電子發展研究中心)
“RMB”	Renminbi, the lawful currency of the PRC
“SFO”	the Securities and Futures Ordinance (Cap. 571 under Laws of Hong Kong), as amended or supplemented from time to time
“Shareholders”	holder(s) of the Shares, including holders of the Domestic Shares and the H Shares, unless specified otherwise

“Shares”	share(s) of the Company, including Domestic Shares and H Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Transfer of Listing”	the proposed transfer of the listing of the H Shares from GEM to the Main Board

By Order of the Board  
**CCID Consulting Company Limited\***  
**Xia Lin**  
*Chairman*

Beijing, the PRC, 20 July 2020

*As at the date of this announcement, the Board comprises one executive Director namely Ms. Xia Lin, one non-executive Director namely Mr. Qin Hailin and three independent non-executive Directors namely Mr. Guo Xinping, Ms. Li Xuemei and Mr. Chen Yung-cheng.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the GEM website at [www.hkgem.com](http://www.hkgem.com) on the “Latest Company Announcements” page for at least 7 days from the date of its publication and on the “Investor Relations” page of the Company’s website at [www.ccidconsulting.com](http://www.ccidconsulting.com).*

\* For identification purpose only